

JAN 14 2005

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LOS ANGELES
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NEW ORLEANS
PARIS

Date January 14, 2005 Client-Matter 74577-070
Total Pages (Including Cover) 45

Fax Transmittal

From John C. Stellabotte

Sender's Voice Number 212.969.3413

Sender's Room Number 17-44

Sender's Email Address jstellabotte@proskauer.com

Main Fax Number 212.969.2900

To: Examiner: Romain Jeanty

Fax No.: 703.305.7687

Company: United States Patent and Trademark Office

Voice No.: 703.308.9585

Message

Re: Inventor : Charles L. Mauro
Serial No. : 09/292,552
Filing Date : April 15, 1999
Title : COMPUTER TRADING SYSTEM, METHOD AND INTERFACE
Att'y Docket : 74577-070

Attached please find the following:

- 1) Request for Continued Examination (RCE) Transmittal (in duplicate)
- 2) Petition for Extension of Time under 37 CFR 1.136 (a)
- 3) Revocation of Power of Attorney/New Power of Attorney w/ Statement under 37 CFR 3.73(b)
- 4) Response with Petition for 3-Month Extension of Time and Request for Continued Examination under 37 C.F.R. § 1.114

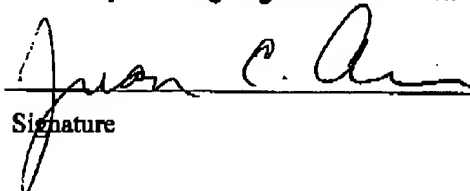
Please contact John C. Stellabotte at (212) 969-3413.

FACSIMILE TRANSMISSION CERTIFICATE

I hereby certify that these papers are being facsimile transmitted to the Patent and Trademark Office on the date shown below.

Juan C. Arias

Name of person signing the certification

 January 14, 2005
Signature Date

Confidentiality Note: This message is confidential and intended only for the use of the addressee(s) named above. It may contain legally privileged material. Dissemination, distribution or copying of this message, other than by such addressee(s), is strictly prohibited. If you have received this message in error, please immediately notify us by telephone and return the original to us at the address above. We will reimburse you for the cost of the telephone call and postage. Thank you.

JAN-14-2005 15:29 FROM:UBS

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TO:Right FAX

P.3/5

PTO/BB/88 (09-04)
Approved for use through 07/31/2006. OMB 0851-0031
U.S. Patent and Trademark Office, U.S. DEPARTMENT OF COMMERCE

Under the Paperwork Reduction Act of 1995, no persons are required to respond to a collection of information unless it displays a valid OMB control number.

STATEMENT UNDER 37 CFR 3.73(b)

Applicant/Patent Owner: Charles L. Mauro et al.

Application No./Patent No.: 09/292,552 Filed/Issue Date: April 15, 1999

Entitled: **COMPUTER TRADING SYSTEM METHOD AND INTERFACE**

UBS AG a Corporation
(Name of Assignee) (Type of Assignee, e.g., corporation, partnership, university, government agency, etc.)

states that it is:

- ☒ the assignee of the entire right, title, and interest; or
- ☐ an assignee of less than the entire right, title and interest.
The extent (by percentage) of its ownership interest is _____ %

in the patent application/patent identified above by virtue of either:

A ☐ An assignment from the inventor(s) of the patent application/patent identified above. The assignment was recorded in the United States Patent and Trademark Office at Reel _____, Frame _____, or for which a copy thereof is attached.

OR

B ☒ A chain of title from the inventor(s), of the patent application/patent identified above, to the current assignee as shown below:

- From: Charles L. Mauro and Walter D. Buist To: Wit Capital Corporation
The document was recorded in the United States Patent and Trademark Office at Reel 9918, Frame 0287, or for which a copy thereof is attached.
- From: Andrew D. Klein To: Wit Capital Corporation
The document was recorded in the United States Patent and Trademark Office at Reel 009828, Frame 0776, or for which a copy thereof is attached.
- From: Wit Capital Corporation To: Charles Schwab & Co., Inc.
The document was recorded in the United States Patent and Trademark Office at Reel _____, Frame _____, or for which a copy thereof is attached.

☒ Additional documents in the chain of title are listed on a supplemental sheet.

☒ Copies of assignments or other documents in the chain of title are attached.
[NOTE: A separate copy (i.e., a true copy of the original assignment document(s)) must be submitted to Assignment Division in accordance with 37 CFR Part 3, if the assignment is to be recorded in the records of the USPTO. See MPEP 302.08]

The undersigned (whose title is supplied below) is authorized to act on behalf of the assignee.

Gregg I. Goldman Signature January 14, 2005 Date
Printed or Typed Name
Director and Senior Counsel, Technology and Intellectual Property, UBS AG, Stamford Branch
203.719.3099 Telephone Number

This collection of information is required by 37 CFR 3.73(b). The information is required to obtain or retain a benefit by the public which is to file (and by the USPTO to process) an application. Confidentiality is governed by 35 U.S.C. 122 and 37 CFR 1.11 and 1.14. This collection is estimated to take 12 minutes to complete, including gathering, preparing, and submitting the completed application form to the USPTO. Time will vary depending upon the individual case. Any comments on the amount of time you require to complete this form and/or suggestions for reducing this burden, should be sent to the Chief Information Officer, U.S. Patent and Trademark Office, U.S. Department of Commerce, P.O. Box 1450, Alexandria, VA 22313-1450. DO NOT SEND FEES OR COMPLETED FORMS TO THIS ADDRESS. SEND TO: Commissioner for Patents, P.O. Box 1450, Alexandria, VA 22313-1450.

If you need assistance in completing the form, call 1-800-PTO-9199 and select option 2.

Serial No. 09/292,552

Statement Under 37 CFR 3.73 (b)

B. Supplemental Sheet for additional documents in the chain of title.

4. From: Charles Schwab & Co. Inc. To: Schwab Capital Markets, L.P.
The document was recorded in the United States Patent and Trademark Office at
Reel, 015292, Frame 0377, or for which a copy thereof is attached.
5. From: Schwab Capital Markets, L.P. To: UBS Capital Markets L.P.
The document was recorded in the United States Patent and Trademark Office at
Reel, _____, Frame _____, or for which a copy thereof is attached.
6. From: UBS Capital Markets L.P. To: UBS AG
The document was recorded in the United States Patent and Trademark Office at
Reel, _____, Frame _____, or for which a copy thereof is attached.

Arias, Juan

From: EPAS Server [epas-server@uspto.gov]
Sent: Thursday, January 13, 2005 5:18 PM
To: Arias, Juan
Subject: Assignment confirmation receipt ID: PAT19234



EASPAT19234.html
(4 KB)

ELECTRONIC PATENT ASSIGNMENT SYSTEM (EPAS) CONFIRMATION RECEIPT

The USPTO has received a Patent Assignment submitted through the Electronic Patent Assignment System (EPAS). This is the only acknowledgement of receipt that will be transmitted for this EPAS submission. The submission may not be recalled.

After review by Assignment Services Division personnel a Notice of Recordation/Non-Recordation will be returned via fax. USPTO will attempt to fax to the number provided in the submission; fax failures will be delivered via US Postal Service to the Correspondence Address provided in the submission.

If a communication from the Assignment Services Division has not been received within 60 days of your confirmation receipt contact the Assignment Services Division Customer Service Desk at 703-308-9723 or send an e-mail to epas@uspto.gov.

If you have a technical question, comment or concern about your EPAS submission call 703-308-9723 during business hours or e-mail to epas@uspto.gov. Please have your EPAS receipt ID which is 'EASPAT19234' available when calling or writing for assistance.

A printable version of the Confirmation Receipt is attached to this e-mail.

Electronic Assignment Server at <http://epas.uspto.gov>

PATENT ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

| | |
|--|--------------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT |
| NATURE OF CONVEYANCE: | CHANGE OF NAME |
| CONVEYING PARTY DATA | |
| Name | Execution Date |
| Schwab Capital Markets L.P. | 10/29/2004 |
| RECEIVING PARTY DATA | |
| Name: | UBS Capital Markets L.P. |
| Street Address: | 111 Pavonia Avenue East |
| City: | Jersey City |
| State/Country: | NEW JERSEY |
| Postal Code: | 07310 |
| PROPERTY NUMBERS Total: 4 | |
| Property Type | Number |
| Application Number: | 09292552 |
| Application Number: | 10666817 |
| Application Number: | 09845224 |
| Patent Number: | 6408282 |
| CORRESPONDENCE DATA | |
| Fax Number: | (212)969-2900 |
| <i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i> | |
| Phone: | 212.969.4138 |
| Email: | jarlas@proskauer.com |

| | |
|---|-----------------|
| Correspondent Name: Juan C. Arias | |
| Address Line 1: 1585 Broadway | |
| Address Line 2: Proskauer Rose LLP | |
| Address Line 4: New York, NEW YORK 10036 | |
| NAME OF SUBMITTER: | Juan C. Arias |
| Signature: | /Juan C. Arias/ |
| Date: | 01/13/2005 |
| Total Attachments: 3 source=UBS#page1.tif source=UBS#page2.tif source=UBS#page3.tif | |
| RECEIPT INFORMATION | |
| EPAS ID: | PAT19234 |
| Receipt Date: | 01/13/2005 |
| Fee Amount: | \$160 |

Arias, Juan

From: EPAS Server [epas-server@uspto.gov]
Sent: Friday, January 14, 2005 1:54 PM
To: Arias, Juan
Subject: Assignment confirmation receipt ID: PAT19317



EASPAT19317.html
(5 KB)

ELECTRONIC PATENT ASSIGNMENT SYSTEM (EPAS) CONFIRMATION RECEIPT

The USPTO has received a Patent Assignment submitted through the Electronic Patent Assignment System (EPAS). This is the only acknowledgement of receipt that will be transmitted for this EPAS submission. The submission may not be recalled.

After review by Assignment Services Division personnel a Notice of Recordation/Non-Recordation will be returned via fax. USPTO will attempt to fax to the number provided in the submission; fax failures will be delivered via US Postal Service to the Correspondence Address provided in the submission.

If a communication from the Assignment Services Division has not been received within 60 days of your confirmation receipt contact the Assignment Services Division Customer Service Desk at 703-308-9723 or send an e-mail to epas@uspto.gov.

If you have a technical question, comment or concern about your EPAS submission call 703-308-9723 during business hours or e-mail to epas@uspto.gov. Please have your EPAS receipt ID which is 'EASPAT19317' available when calling or writing for assistance.

A printable version of the Confirmation Receipt is attached to this e-mail.

Electronic Assignment Server at <http://epas.uspto.gov>

PATENT ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

| | |
|--|-----------------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT |
| NATURE OF CONVEYANCE: | ASSIGNMENT |
| CONVEYING PARTY DATA | |
| Name | Execution Date |
| UBS Capital Markets L.P. | 01/14/2005 |
| RECEIVING PARTY DATA | |
| Name: | UBS AG |
| Street Address: | G-409 Szthroe Talstrasse 83 |
| City: | Zurich |
| State/Country: | SWITZERLAND |
| Postal Code: | 8001 |
| PROPERTY NUMBERS Total: 4 | |
| Property Type | Number |
| Application Number: | 09292552 |
| PCT Number: | US0329537 |
| Application Number: | 10666817 |
| Application Number: | 09845224 |
| CORRESPONDENCE DATA | |
| Fax Number: | (212)969-2900 |
| <i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i> | |
| Phone: | 212.969.4138 |
| Email: | jarias@proskauer.com |

Correspondent Name: Juan C. Arias
Address Line 1: 1585 Broadway
Address Line 2: Proskauer Rose LLP
Address Line 4: New York, NEW YORK 10036

DOMESTIC REPRESENTATIVE

Name:
Address Line 1:
Address Line 2:
Address Line 3:
Address Line 4:

NAME OF SUBMITTER:

Juan C. Arias

Signature:

/Juan C. Arias/

Date:

01/14/2005

Total Attachments: 8
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RECEIPT INFORMATION

EPAS ID: PAT19317
Receipt Date: 01/14/2005
Fee Amount: \$160

Attorney Docket No.: 74577-070

ASSIGNMENT OF PATENT APPLICATION

For value received, the undersigned sell(s), assign(s) and transfer(s) a 100 % interest to:

UBS AG

a corporation organized under the laws of: **Switzerland**
and having a place of business at: **G-409 Szhröe Talstrasse 83,
8001 Zürich, Switzerland**

to its successors, assigns and legal representatives or nominees as it may designate (collectively, hereinafter, "Assignee"), the entire right, title and interest, for:

— The United States of America and Its Territories and Commonwealth and Possessions X All countries throughout the world

in and to all inventions and improvements disclosed in an application for United States Patent entitled:

COMPUTER TRADING SYSTEM, METHOD AND INTERFACE

The above-entitled United States Patent application was:

— executed by the undersigned on: _____
 X filed in the United States Patent and Trademark Office on: April 15, 1999
and assigned serial number: 09/292,552
— filed as PCT International Application No.: _____
on: _____

The undersigned assign(s) to Assignee the rights for all patents, divisions, reissues, reexamination certificates, continuing applications and extensions thereof, which may be granted based on the above patent application, together with the right of priority of any earlier corresponding patent application filed by the undersigned in the United States or elsewhere.

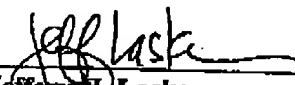
The undersigned covenant(s) that the rights and property conveyed by this Assignment are free and clear of any encumbrance, and that the undersigned have (has) full right to convey the rights and property as expressed herein.

Attorney Docket No.: 74577-070

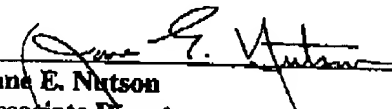
The undersigned authorize(s) and request(s) that any and all patents on the aforesaid inventions be issued to Assignee.

The undersigned agree(s), when requested, without further charge to Assignee but at its expense, to communicate to Assignee or its representatives all facts known to the undersigned regarding the aforesaid inventions and improvements, testify in any legal proceeding, sign all papers, make all rightful oaths or declarations, execute all divisional, continuing, re-examination and reissue applications and generally perform all acts, which may be necessary, desirable or convenient, to aid Assignee in securing, maintaining and enforcing patents for the aforesaid inventions and improvements in the aforesaid countries, and for vesting title thereto in Assignee.

Date: 14 January 2005


Jeffery H. Laska
Director and Assistant Secretary
UBS Americas Inc.
as General Partner of
UBS Capital Markets L.P.

Date: 14 January 2005


Jane E. Nutson
Associate Director
and Assistant Secretary
UBS Americas Inc.
as General Partner of
UBS Capital Markets L.P.

Attorney Docket No.: 74577-077

ASSIGNMENT OF PATENT APPLICATION

For value received, the undersigned sell(s), assign(s) and transfer(s) a 100 % interest to:

UBS AG

a corporation organized under the laws of: **Switzerland**
and having a place of business at: **G-409 Szhroe Talstrasse 83,
8001 Zilrich, Switzerland**

to its successors, assigns and legal representatives or nominees as it may designate (collectively, hereinafter, "Assignee"), the entire right, title and interest, for:

☐ The United States of America and
Its Territories and Commonwealth
and Possessions ☒ All countries
throughout the world

in and to all inventions and improvements disclosed in an application for United States Patent entitled:

SYSTEM AND METHOD FOR MESSAGE COMMUNICATION

The above-entitled United States Patent application was:

☐ executed by the undersigned on: _____
☐ filed in the United States Patent and Trademark Office on: _____
and assigned serial number: _____
☒ filed as PCT International Application No.: PCT/US03/29537
on: September 17, 2003

The undersigned assign(s) to Assignee the rights for all patents, divisions, reissues, reexamination certificates, continuing applications and extensions thereof, which may be granted based on the above patent application, together with the right of priority of any earlier corresponding patent application filed by the undersigned in the United States or elsewhere.

The undersigned covenant(s) that the rights and property conveyed by this Assignment are free and clear of any encumbrance, and that the undersigned have (has) full right to convey the rights and property as expressed herein.

Attorney Docket No.: 74577-077


The undersigned authorize(s) and request(s) that any and all patents on the aforesaid inventions be issued to Assignee.

The undersigned agree(s), when requested, without further charge to Assignee but at its expense, to communicate to Assignee or its representatives all facts known to the undersigned regarding the aforesaid inventions and improvements, testify in any legal proceeding, sign all papers, make all rightful oaths or declarations, execute all divisional, continuing, re-examination and reissue applications and generally perform all acts, which may be necessary, desirable or convenient, to aid Assignee in securing, maintaining and enforcing patents for the aforesaid inventions and improvements in the aforesaid countries, and for vesting title thereto in Assignee.

Date: 14 January 2005


Jeffery H. Taska
Director and Assistant Secretary
UBS Americas Inc.
as General Partner of
UBS Capital Markets L.P.

Date: 14 January 2005


Jane E. Nutson
Associate Director
and Assistant Secretary
UBS Americas Inc.
as General Partner of
UBS Capital Markets L.P.

Attorney Docket No.: 74577-077

ASSIGNMENT OF PATENT APPLICATION

For value received, the undersigned sell(s), assign(s) and transfer(s) a 100 % interest to:

UBS AG

a corporation organized under the laws of: **Switzerland**
and having a place of business at: **G-409 Szhröe Talstrasse 83,
8001 Zürich, Switzerland**

to its successors, assigns and legal representatives or nominees as it may designate (collectively, hereinafter, "Assignee"), the entire right, title and interest, for:

— The United States of America and Its Territories and Commonwealth and Possessions X All countries throughout the world

in and to all inventions and improvements disclosed in an application for United States Patent entitled:

SYSTEM AND METHOD FOR MESSAGE COMMUNICATION

The above-entitled United States Patent application was:

— executed by the undersigned on: _____
 X filed in the United States Patent and Trademark Office on: September 17, 2003
and assigned serial number: 10/666,817
— filed as PCT International Application No.: _____
on: _____

The undersigned assign(s) to Assignee the rights for all patents, divisions, reissues, reexamination certificates, continuing applications and extensions thereof, which may be granted based on the above patent application, together with the right of priority of any earlier corresponding patent application filed by the undersigned in the United States or elsewhere.


The undersigned covenant(s) that the rights and property conveyed by this Assignment are free and clear of any encumbrance, and that the undersigned have (has) full right to convey the rights and property as expressed herein.

Attorney Docket No.: 74577-077


The undersigned authorize(s) and request(s) that any and all patents on the aforesaid inventions be issued to Assignee.

The undersigned agree(s), when requested, without further charge to Assignee but at its expense, to communicate to Assignee or its representatives all facts known to the undersigned regarding the aforesaid inventions and improvements, testify in any legal proceeding, sign all papers, make all rightful oaths or declarations, execute all divisional, continuing, re-examination and reissue applications and generally perform all acts, which may be necessary, desirable or convenient, to aid Assignee in securing, maintaining and enforcing patents for the aforesaid inventions and improvements in the aforesaid countries, and for vesting title thereto in Assignee.

Date: 14 January 2005


Jeffery H. Laska
Director and Assistant Secretary
UBS Americas Inc.
as General Partner of
UBS Capital Markets L.P.

Date: 14 January 2005


Jane E. Nutson
Associate Director
and Assistant Secretary
UBS Americas Inc.
as General Partner of
UBS Capital Markets L.P.

Attorney Docket No.: 74577-078

ASSIGNMENT OF PATENT APPLICATION

For value received, the undersigned sell(s), assign(s) and transfer(s) a 100 % interest to:

UBS AG

a corporation organized under the laws of: **Switzerland**
and having a place of business at: **G-409 Szhroe Talstrasse 83,
8001 Zürich, Switzerland**

to its successors, assigns and legal representatives or nominees as it may designate (collectively, hereinafter, "Assignee"), the entire right, title and interest, for:

— The United States of America and Its Territories and Commonwealth and Possessions X All countries throughout the world

in and to all inventions and improvements disclosed in an application for United States Patent entitled:

METHOD AND APPARATUS FOR AUCTIONING SECURITIES

The above-entitled United States Patent application was:

— executed by the undersigned on: _____
 X filed in the United States Patent and Trademark Office on: April 30, 2001
and assigned serial number: 09/845,224
— filed as PCT International Application No.: _____
on: _____

The undersigned assign(s) to Assignee the rights for all patents, divisions, reissues, reexamination certificates, continuing applications and extensions thereof, which may be granted based on the above patent application, together with the right of priority of any earlier corresponding patent application filed by the undersigned in the United States or elsewhere.

The undersigned covenant(s) that the rights and property conveyed by this Assignment are free and clear of any encumbrance, and that the undersigned have (has) full right to convey the rights and property as expressed herein.

Attorney Docket No.: 74577-078

The undersigned authorize(s) and request(s) that any and all patents, on the aforesaid inventions be issued to Assignee.

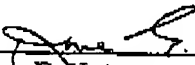
The undersigned agree(s), when requested, without further charge to Assignee but at its expense, to communicate to Assignee or its representatives all facts known to the undersigned regarding the aforesaid inventions and improvements, testify in any legal proceeding, sign all papers, make all rightful oaths or declarations, execute all divisional, continuing, re-examination and reissue applications and generally perform all acts, which may be necessary, desirable or convenient, to aid Assignee in securing, maintaining and enforcing patents for the aforesaid inventions and improvements in the aforesaid countries, and for vesting title thereto in Assignee.

Date: 14 January 2005



Jeffrey H. Laska
Director and Assistant Secretary
UBS Americas Inc.
as General Partner of
UBS Capital Markets L.P.

Date: 14 January 2005



Jane E. Nutson
Associate Director
and Assistant Secretary
UBS Americas Inc.
as General Partner of
UBS Capital Markets L.P.

| | | | |
|--|--|--|--|
| FORM PTO-1595 (Rev. 6-93) Office | | U.S. DEPARTMENT OF COMMERCE Patent and Trademark | |
| RECORDATION FORM COVER SHEET PATENTS ONLY | | | |
| Attorney Docket No.: 061162-006 (formerly 9628-006) EXPRESS MAIL NO. EU 618 751 580 US | | | |
| To the Commissioner for Patents Please record the attached original documents or copy thereof. | | ATTN: MAIL STOP ASSIGNMENT RECORDATION SERVICES | |
| 1. Name of conveying parties: Wit Capital Corporation | | 2. Name and address of receiving party(ies): Name: Charles Schwab & Co., Inc. 101 Montgomery Street San Francisco, CA 94104 | |
| 3. Nature of conveyance: <input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other Execution Date: July 13, 2004 | | Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | |
| 4. Application number(s) or patent number(s): If this document is being filed together with a new application the execution date of the application is: A. Patent Application No.(s): 09/292,552 B. Patent No.(s): 6,408,282 Additional numbers attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | | |
| 5. Name and address of party to whom correspondence concerning document should be mailed: Name: Steven D. Underwood Internal Address: Morgan, Lewis & Bockius LLP Customer No. 09629 Street Address: 1111 Pennsylvania Ave., N.W. City: Washington State: D.C. Zip: 20004 | | 6. Total number of applications and patents involved: 2 7. Total fee (37 C.F.R. §3.41): \$80.00 <input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to Deposit Account 50-0310 8. Deposit Account No. 50-0310 (Attach duplicate page if paying by deposit account) | |
| 9. Statement and Signature To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document. <u>Steven D. Underwood (47,205)</u> <i>Steven D. Underwood</i> <u>July 14, 2004</u> Name of Person Signing Signature Date Total number of pages including cover sheet, attachments and documents: 3 | | | |

ASSIGNMENT OF INTELLECTUAL PROPERTY

This Assignment is made on this 13th day of July, 2004 by and between Wit Capital Corporation ("Assignor"), and Charles Schwab & Co. Inc. ("Assignee").

WHEREAS, Assignor wishes to assign Intellectual Property identified on the attached Schedule to Assignee, and Assignee wishes to accept the assignment of such Intellectual Property,

NOW THEREFORE, for good and valuable consideration the receipt of which is hereby acknowledged, Assignor hereby sells, assigns, transfers, and sets over unto the Assignee, its lawful successors and assigns, effective as of the date hereof, all right, title, and interest in and to the Intellectual Property, and all division, and continuations thereof, and all Letters Patent of the United States which may be granted thereon, and all reissues thereof, and all rights to claim priority on the basis of such applications, and all applications for Letters Patent which may hereafter be filed for this invention in any foreign country and all Letters Patent which may be granted on this invention in any foreign country, and all extensions, renewals, and reissues thereof; and hereby authorize and request the Commissioner of Patents and Trademarks of the United States and any official of any foreign country whose duty it is to issue patents on applications as described above, to issue all Letters Patent of this invention to Assignee, its successors and assigns, in accordance with the terms of this Assignment, including the right to seek and obtain for Assignees' own benefit injunctive relief and recovery of damages for any past and/or future infringements, including enhanced damages and/or attorney's fees for willful infringement. Assignor covenants with Assignee, its successors and assigns, that the rights, title and interest in and to the Intellectual Property herein conveyed are free and clear of any encumbrance, that no assignment, sale, or agreement has been or will be made or entered into which would conflict with this Assignment and that Assignor has the full right to convey the same as herein expressed.

IN WITNESS WHEREOF, Assignor and Assignee have caused this Intellectual Property Assignment to be executed as set forth below. The undersigned (whose title appears below) is empowered to sign this Assignment on behalf of the Assignor.

ASSIGNOR: Wit Capital Corporation

By: Gerard P. Maus

Name: GERARD P. MAUS

Title: Chief Financial Officer

Schedule

| U.S. Application or Patent Number | Filing Date | First-Named Inventor | Title |
|--|--------------------|---------------------------------|---|
| 09/292,552 | 15 APR 99 | Mauro et al. | Computer Trading System, Method and Interface |
| 6,408,282 | 15 APR 99 | Buist | System and Method for Conducting Securities Transactions over a Computer Network |

DIVISION OF REVENUE

Fax: 609-984-6708

Nov 1 2004 16:49

P.02

NOV. 1. 2004 9:42AM

CSC

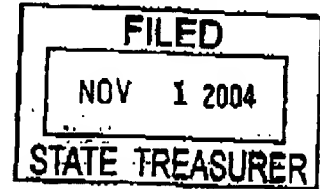
Nov 1 2004 8:42

NO. 054

RST

**AMENDED AND RESTATED
LIMITED PARTNERSHIP CERTIFICATE
OF
SCHWAB CAPITAL MARKETS L.P.**

(Pursuant to N.J.S.A. 42:2A-17)



The undersigned, desiring to amend and restate the Limited Partnership Certificate of Schwab Capital Markets L.P. to change its name and general partner pursuant to the Revised Uniform Limited Partnership Act as in effect in the State of New Jersey, does hereby certify as follows:

1. The name of the limited partnership is UBS Capital Markets L.P. (the "Partnership"). The name under which the original limited partnership was formed was Schwab Capital Markets L.P. The date of the filing of the original certificate was January 28, 2000.

2. The Partnership will engage in the financial services business and may engage in any activity for which limited partnerships may be organized under the laws of the State of New Jersey.

3. The address of the original registered office of the Partnership is c/o Corporation Service Company, 830 Bear Tavern Road, West Trenton, New Jersey 08628. The Partnership's original registered agent at that address is Corporation Service Company.

4. The name and business address of the general partner of the Partnership (the "General Partner") is as follows:

UBS Americas Inc.
677 Washington Blvd.
Stamford, CT 06901

5. The initial cash contribution by the General Partner was \$100.00. The initial cash contribution by the Limited Partner was \$900.00. Thereafter, the General Partner shall contribute an amount of cash equal to one percent (1%) of the aggregate Capital Contributions of the Partners; provided, however, that the General Partner shall not make any contribution with respect to the aggregate Capital Contributions made in exchange for Preferred Limited Partnership Interests in the Partnership, and the Limited Partners shall contribute an amount of cash or other property equal to ninety-nine percent (99%) of the aggregate Capital Contributions of the Partners, which percentage shall be determined without reference to the contributions made in exchange for Preferred Limited Partnership Interests in the Partnership.

6. Except as otherwise required by law or as specified in Paragraph 5, no Partner has agreed, nor shall any partner be obligated to make any additional capital contributions to the Partnership.

7. An assignee of a Limited Partner shall become a limited partner only with the consent of all other Partners.

8. No Partner may resign or withdraw from the Partnership except upon the written consent of all other Partners.

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DIVISION OF REVENUE

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NO. 854 P.3/4

9. Distributions of cash or property shall be made from the Partnership to the Partners at such times as the General Partner may determine.

10. The Partnership shall be dissolved upon the earliest to occur of the following events:

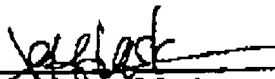
- (i) The written consent of all the Partners; or
- (ii) The withdrawal, death, legal incapacity, removal, dissolution or bankruptcy, or the occurrence of any other event or withdrawal of the General Partner unless at the time of such withdrawal there is at least one remaining General Partner and within ninety days after such withdrawal the remaining Partners agree in writing to continue the business of the Partnership, provided that, if at the time of such withdrawal there are no General Partners remaining, the Partnership is not dissolved and is not required to be wound up by reason of any event of withdrawal if within ninety days after the occurrence of such event, all Partners other than the withdrawn General Partner agree in writing to continue the business of the Partnership and to the appointment, effective as of the date of such event, of one or more substitute or additional general partners of the Partnership.

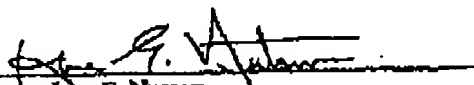
11. The address of the principal office of the Partnership is:

111 Pavonia Avenue East
Jersey City, New Jersey 07310

IN WITNESS WHEREOF, the undersigned has executed this Amended and Restated Certificate of Limited Partnership as of October 29, 2004.

UBS AMERICAS INC.,
General Partner


Name: Jeffrey H. Laska
Title: Vice President


Name: Jane E. Nutson
Title: Assistant Secretary

DIVISION OF REVENUE Fax: 609-984-6709

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STATE OF NEW JERSEY
DEPARTMENT OF TREASURY
NAME RESERVATION

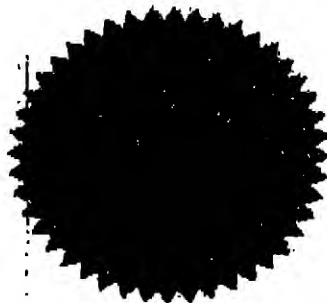
UBS CAPITAL MARKETS L.P.

*I, the Treasurer of the State of New Jersey,
do hereby certify that the above mentioned business
name has been reserved through January 27th, 2005.
This action has been completed in accordance with New
Jersey's laws governing name availability and name
reservation/registration.*

This name has been reserved for:

*Corporation Service Company
830 Bear Tavern Road
West Trenton, NJ 08628*

IN TESTIMONY WHEREOF, I have
hereunto set my hand and
affixed my Official Seal
at Trenton, this
29th day of September, 2004



John E. McCormac, CPA
State Treasurer

*Note: Legal authority for this reservation/registration is based upon
the business type involved. (Title 14A -- for-profit domestic and
foreign corporations. Title 15A -- non-profit domestic and foreign
corporations. Title 42:2A -- foreign and domestic limited partnerships.
Title 42:2b -- limited liability companies).*

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